

CONSTITUTION

PERSATUAN AKADEMI KEJURUTERAAN DAN TEKNOLOGI DUNIA MEMBANGUN (ACADEMY OF ENGINEERING AND TECHNOLOGY OF THE DEVELOPING WORLD (AETDEW))

CLAUSE 1 NAME

1. The Association shall be known as

**PERSATUAN AKADEMI KEJURUTERAAN DAN TEKNOLOGI DUNIA
MEMBANGUN (ACADEMY OF ENGINEERING AND TECHNOLOGY OF THE
DEVELOPING WORLD (AETDEW))**

Hereinafter referred to as "the Association".

2. Meaning of name : **The Development World is herein defined as encompassing the Member States of the Group of 77 (G77). They are also known as Nations of the South.**

3. Level : **Lain-lain**

CLAUSE 2 ADDRESS

1. The registered address is

**902-4, JALAN TUN ISMAIL
50480 KUALA LUMPUR
WILAYAH PERSEKUTUAN KUALA LUMPUR**

or at such other place as may from time to time be decided by the Committee; and the postal address is

**902-4, JALAN TUN ISMAIL
50480 KUALA LUMPUR
WILAYAH PERSEKUTUAN KUALA LUMPUR**

2. The registered and postal addresses shall not be changed without the prior approval of the Registrar of Societies.

CLAUSE 3 OBJECTIVE

1. To promote solidarity among the community of engineers, technologists, scientists and allied professionals in academia, research, government service and in the engineering and technology industry for national and regional development in the Developing World.



1

**SALINAN YANG BENAR
BAGI DOKUMEN ASAL/SEBAHAGIANYA**

Norazila Binti Roslan
**NORAZILA BINTI ROSLAN
B/P PENOLONG PENDAFTAR PERTUBUHAN
WILAYAH PERSEKUTUAN KUALA LUMPUR**

TARIKH **14/6/16**

2. To assist in achieving poverty eradication in the Developing World through engineering, science, technology and innovation.
3. To promote the growth and development of the engineering and technology industry enterprises, especially in infrastructure and related small and medium enterprises for wealth and employment creation in the nations and regions of the Developing World.
4. To undertake strategic policy research and studies so as to provide advice to intergovernmental organizations, national governments, industries and communities in the Developing World on important and strategic issues such as water, energy, health, agriculture and biodiversity (WEHAD); and adaptation and mitigation measures related to climate change.
5. To promote institutional development in the management and implementation of engineering, science and technology policies and systems such as regional and national academies of engineering and technology, engineering councils/boards and engineering and scientific societies in the Developing World.
6. To promote human capital development for the management and implementation of engineering, science and technology policies and systems and to nurture a culture of innovation through evidence based STEM (science, technology, engineering and mathematics) education in the Developing World, especially amongst women and the young.
7. To promote a high standard of professional ethics and social responsibility within the engineering, scientific and technology fraternity in the Developing World.
8. To collaborate internationally with sister academics of engineering and technological sciences and other organizations with similar objectives.
9. To organize engineering and technological assemblies and dialogues, produce publications, or undertake any other activities in furtherance of the objectives of the Society.
10. To receive and/or accept donations, endowments, gifts, grants, subsidies, securities listed in the stock exchange and other instruments of value and to hold the same for investment and/or deal with the same in furtherance of the objectives of the Society; and
11. To perform any other services pertinent to the objectives and functions of the Society.

CLAUSE 4 MEMBERSHIP

CATEGORIES OF MEMBERSHIP

1. Membership of the Society shall comprise of the following:



- (a) Fellows
- (b) Honorary Fellows
- (c) Foreign Fellows, and
- (d) Associate Fellows.

2. Honorary Fellows, who are not Fellows, Foreign Fellows, and Associate Fellows, are not eligible to vote in a General Assembly of the Society. They are not eligible for membership of the Committee.

ELIGIBILITY OF MEMBERS

3. Eligibility of membership of the Society shall be as follows:

(a) Fellow: The person shall be a citizen of a Member State of G77 and shall have contributed in significant magnitude to the advancement or application of engineering, science and technology for the advancement of the economy and society of his/her nation, the Developing World and/or the World.

(b) Honorary Fellow: The person shall be an eminent individual, having achieved an extraordinary record of accomplishments in the field of engineering, science or technology or made important contributions to society in the Developing World. A Fellow is eligible to become an Honorary Fellow.

(c) Foreign Fellow: The person shall be an eminent individual, who is a non-citizen of any of the Member States of G77 and has contributed in significant magnitude towards the advancement or application of engineering, science and technology for the advancement of the economy and society in the Developing World and/or the World.

(d) Associate Fellow: The person shall be an individual who is a citizen of a Member State of G77 and is able and willing to render meritorious services in the advancement or application of engineering sciences and technology for the advancement of the economy and society of the Developing World.

4. The Committee shall make rules and procedures governing the nomination and admission of members of the Society.

OBLIGATIONS OF MEMBERS

5. All members of the Society shall have the obligations of:

- (1) Abiding by the Constitution and any by laws, rules, regulations, orders and directives made thereunder and/or derived therefrom, any resolutions passed by the Fellows in the General Assemblies or the Committee from time to time;
- (2) Assisting the Society in promoting and realising its objectives; and
- (3) Upholding the interests of the Society.

RIGHTS AND PRIVILEGES OF MEMBERS



6. Each category of Member of the Society shall be entitled to use the respective abbreviations as follows:

Fellow: F.AETDEW

Honorary Fellow: Hon. F. AETDEW

Foreign Fellow: F.AETDEW (F)

Associate Fellow: A.F.AETDEW

7. Only Fellows shall have the rights and privileges to nominate, second, vote and be nominated and elected to hold any office for which he/she is entitled to in an election at a General Assembly.

8. All Fellows shall enjoy the same rights and privileges they are entitled to, including:

(a) To attend, speak and vote at meetings;

(b) To participate in all the activities organized by the Society; and

(c) To use all the facilities and resources of the Society.

CLAUSE 5 RESIGNATION AND TERMINATION

1. Membership of the Society shall cease upon:

(1) The death of the member;

(2) The member being certified medically to be unsound of mind;

(3) A member being convicted of a criminal case;

(4) A member becoming a bankrupt; or

(5) A member being incommunicado for a period of two years.

2. Any member in good standing desirous of withdrawing from membership shall forthwith settle in full all outstanding financial undertakings and / or donations pledged to the Society, if any, and notify the Committee of his / her intention in writing.

3. Subject to the recommendation of the Committee and approval of the General Assembly, a member of who had resigned and is in good standing may apply in writing to resume his / her membership.

CLAUSE 6 SOURCE OF INCOME

1. The entrance fee payable shall be RM 1 (Ringgit Malaysia One).

2. The Committee shall have the power to fix a re-entrance fee for any person who has allowed his membership to lapse through arrears.

CLAUSE 7 GENERAL MEETING



1. The supreme authority of the Society shall be vested in the general meeting and all executive functions shall be carried out by the Committee. The general meeting shall meet at least once annually. At least one-half of the voting membership of the Society or the voting members present represent twice the total number of committee members, whichever is lesser, must be present at a general meeting for its proceedings to be valid and to constitute a quorum.
2. If half an hour after the time appointed for the meeting, a quorum is not present, the meeting shall be postponed to a date (not exceeding 30 days) to be decided by the Committee; and if a quorum is not present half an hour after the time appointed for the postponed meeting, the members present shall have the power to proceed with the business of the day but shall not have the power to alter the rules of the Society or make any decision affecting the whole membership.
3. The general meeting shall elect, by secret ballot, seven (7) Committee Members from amongst the Fellows. The immediate past president of the Society shall be an ex-officio member of the Committee. The Secretary General of the Society shall be appointed from amongst the Fellows of the G77 member state hosting the Society and shall also be an ex-officio member of the Committee. The tenure of all Committee members shall be two (2) years. They may stand for re-election for two additional terms.
4. The Committee shall make rules governing the conduct of the general meeting and in relation to the Committee.
5. Notice and agenda for a general meeting shall be forwarded by the Secretary General to all members at least fourteen (14) days before the date fixed for the meeting.
6. The Secretary General shall forward to all members a copy of the minutes for each annual general meeting as soon as possible after its conclusion.

CLAUSE 8 COMMITTEE

1. The Committee (hereinafter referred to as "the Council") may, subject to any by-laws, rules and regulations it may from time to time stipulate, establish such working committees and/or specific function committees for such term as it may deem expedient and necessary to appoint a chairman and a deputy chairman from amongst its Fellows or other appropriate persons to be in charge of each of such committees so established. All committees so established shall submit quarterly progress reports to the Council.
2. The Council shall be responsible for the execution of all resolutions and directives made by the Annual General Assembly and the Council, and for the planning and execution of the Society's activities.
3. The Council shall be elected amongst the Fellows.



4. The Council shall consist of the following:

- (a) The President
- (b) The Vice President
- (c) The Secretary General
- (d) The Treasurer
- (e) Three (3) Fellow members.

5. The tenure of all Council members shall be two (2) years. They may stand for re-election for two (2) additional terms.

6. All office-bearers of the Society and every officer performing executive functions in the Society shall be Malaysian citizens. Any Non-Malaysian must have the prior approval of the Registrar of Societies Malaysia before becoming an office-bearer and/or officer of the Society.

7. The Council can meet at least once a year and/or where there is a necessity for an urgent committee meeting, and a fourteen (14) days' notice of each meeting shall be given to the members. The President acting alone, or not less than three (3) of its members acting together may call for a meeting of the Council to be held at any time. At least one half of the Council Members must be present for its proceedings to be valid and to constitute a quorum.

CLAUSE 9 DUTIES OF OFFICE BEARERS

FUNCTIONS AND POWERS OF THE COUNCIL

1. The Council shall have the power and be authorised to carry out all executive functions for managing the affairs of the Society.

FUNCTIONS AND DUTIES OF COUNCIL MEMBERS

2. Subject to the clauses herein and directions of the General Meetings:-

(1) The President shall:

- (a) Be the official principal representative of the Society;
- (b) Lead the Council in formulating general policy and setting the strategic direction for the Society and be responsible for the overall management of the affairs of the Society;
- (c) Preside over all General Meetings and Council meetings;
- (d) Jointly sign cheques drawn on the account(s) of the Society with any financial institutions; and

(2) The Vice President shall:

- (a) Assist the President in acting to the affairs of the Society and shall assume the role of acting-President when the President is absent or on leave of absence; and
- (b) Jointly sign cheques drawn on the account(s) of the Society with any financial institutions; and



- (3) The Secretary General shall:
- (a) Be the Society's public officer;
 - (b) Be responsible for the proper administration, management and control of the Secretariat;
 - (c) Be responsible for the overall planning, coordinating and execution of all the programs and activities of the Society;
 - (d) Keep an updated register of members of the Society;
 - (e) Jointly sign cheques drawn on the account(s) of the Society with any financial institutions; and

- (4) The Treasurer shall:
- (a) Be responsible for planning and managing the financial affairs of the Society;
 - (b) Take charge of the Society's title deeds, financial instruments, money, accounting books, documents and submit monthly statements of income and expenditure to the Council for approval;
 - (c) Be responsible for preparing an annual balance sheet and financial statements for the approval of the Council after it has been duly audited by the appointed auditor, and presenting the same to the Annual General Meeting for approval;
 - (d) Ensure that all monies received by the Society are deposited in a timely fashion into accounts in the name of the Society with a licensed financial institution(s) approved by the Council;
 - (e) Jointly sign cheques draw on the account(s) of the Society with any financial institutions; and

- (5) The Chairmen of the various working committees, committees for specific portfolios set up by the Council, if any, shall:
- (a) Have the power to recommend suitable persons to the Council as members of the various committees or units, respectively; and
 - (b) Lead their respective committees/units to achieve their goals and endeavour to promote and further the objectives of the Society.

CLAUSE 10 FINANCIAL PROVISION

1. The financial year of the Society shall be from 1 January to 31 December every year.
2. Save and except sub-clause (4) hereto, all monies received by the Society shall be deposited into an account maintained at a licensed financial institution approved by the Council in the name of the Society.
3. The Treasurer may hold a petty cash advance not exceeding RM 10,000.00 (Ringgit Malaysia Ten Thousand Only) at any one time. All money in excess of this



sum shall within seven (7) days of receipt be deposited in a bank approved by the Council. The bank account shall be in the name of the Society.

4. All payment vouchers of the Society shall be subject to the confirmation of the Secretary General and the approval of the Treasurer. All cheques drawn on the account of the Society shall be signed jointly by any two of either two of the following: the President/the Vice President; and the Treasurer/the Secretary General.

5. No expenditure exceeding RM 200,001.00 (Ringgit Malaysia Two Hundred Thousand And One Only) at any one time shall be incurred without the prior sanction of the Council, and no expenditure exceeding RM5 500,001.00 (Ringgit Malaysia Five Hundred Thousand And One Only) in any one month shall be incurred without the prior sanction of a general meeting. Expenditure less than RM 200,000.00 (Ringgit Malaysia Two Hundred Thousand Only) at any one time may be incurred by the Council. Expenditure not exceeding RM 50,000.00 (Ringgit Malaysia Fifty Thousand Only) at any one time may be incurred by the Secretary General.

6. The Treasurer shall annually, at the end of each financial year ending 31st December, prepare an annual balance sheet and financial statements in accordance with approved accounting procedures and standards and submit the same duly audited by the Internal Auditors and the External Auditor to the Council and the Annual General Assembly for approval respectively, with another copy made available at the Secretariat for inspection by Members of the Society.

7. The Council shall have the power to authorise reimbursement for reasonable expenses incurred and payment of fair allowance to Council members and non-salaried personnel in the performance of their duties on behalf of the Society.

CLAUSE 11 AUDITORS

1. The Society shall elect two (2) Internal Auditors and appoint a firm of External Auditors to ensure that it is operating under the best institution governance and financial management.

INTERNAL AUDITORS

2. Two (2) Fellows, not being members of the Council, shall be elected as Internal Auditors at each Annual General Meeting and will hold office for a term of one (1) year only and shall be eligible for re-election.

3. The Internal Auditors shall be responsible for performing periodical auditing and due diligence function to ensure that the Society is being managed under approved accounting rules and complying with good governance.

EXTERNAL AUDITOR



4. The Society shall appoint a firm of qualified and licensed auditors to be the external auditor on remuneration basis annually.

5. No auditing firm whose partner or member of staff is a Fellow of the Society shall be appointed as External Auditor of the Society.

6. The External Auditor shall be responsible for auditing the full accounts of the preceding financial year and presenting the duly audited accounts together with a financial statement to the General Assembly for its approval.

7. The Council may request the External Auditor to perform and submit an interim auditing report as it may deem necessary.

CLAUSE 12 PROPERTY ADMINISTRATOR / TRUSTEES

1. The Society may acquire and/or deal in land, buildings and other property, whether movable or immovable, either by purchase or otherwise and may charge, transfer or other with such land or buildings or other property in accordance with the law applicable to such transactions. Where dealings involve immovable property, no such transactions shall be done unless duly authorised by a resolution approved by three-fourths (3/4) majority of Fellows present and voting at a General Assembly.

2. All immovable properties of the Society shall be registered in the joint names of four (4) Trustees appointed by the General Assembly on the recommendation of the Council from amongst its Fellows. The Society may, upon recommendation of the Council and with the approval of the General Assembly, appoint new Trustees to replace one or more of the original Trustees in the event of death, resignation or removal from office for any reason whatsoever.

3. The Society shall indemnify and keep indemnified the Trustees appointed under Sub-Clause (2) hereof against any liabilities of whatsoever nature incurred in good faith in carrying out their duties as Trustees.

CLAUSE 13 INTERPRETATION

1. The Council shall have the ultimate authority to interpret the articles of this Constitution or any by-laws, rules and regulations made thereunder and such interpretation shall be final and binding on all Members of the Society.

CLAUSE 14 ADVISOR / PATRON

N/A

CLAUSE 15 PROHIBITION



N/A

CLAUSE 16 **AMENDMENT OF CONSTITUTION**

1. All clauses herein may, at the recommendation of the Council, be amended by a resolution of two-thirds (2/3) majority of the Fellows present and voting at a quorate General Assembly.

2. For the purposes of governing the operations and administration of the Society, subject to the articles of this Constitution and the spirit thereof, the Council may if it deems necessary prescribe by-laws, rules and regulations, provided that any proposed introduction of new by-laws, amendments or revocations, and reasons thereof, shall be delivered to all members of the Council not less than 14 days before the stipulated meeting of the Council at which the vote shall be taken. An affirmative vote of two-thirds (2/3) of the Council members shall be required to approve any new by-laws, rules and regulations, and amendments or revocations thereof.

3. These rules shall not be altered or amended except by resolution of a General Meeting . Application for any such alterations or amendments shall be made to the Registrar of Society within sixty (60) days from the date of the decision to make the change or the amendment and shall take effect from the date of their approval by the Registrar of Societies.

CLAUSE 17 **DISSOLUTION**

1. The Society may be dissolved by a resolution of three-fourths (3/4) majority of the Fellows present and voting at a General Assembly attended by not less than three-fourths (3/4) of the total number of Fellows.

2. Upon dissolution under sub-clause (1) hereof, the Society shall, after settling all government taxes and lawful debts, donate its entire residual net assets, if any, to such charitable organisations and/or academic/educational institutions and in such manner as the last General Assembly may decide.

CLAUSE 18 **FLAG, LOGO AND BADGE**

1. Flag
 -
 - Description
 -
2. Logo
 -



Description

-

3. Badge

-

Description

-

CLAUSE 19 MISSION

1. The mission of the Society shall be to mobilise the leaders of the engineering, scientific and technology community in the Developing World to help achieve principally through South-South cooperation in the United Nations Development Agenda as per the UN Sustainable Development Goals (SDGs) and the like.

CLAUSE 20 LIMITATION OF LIABILITY

1. The Society shall not be liable or responsible for contracts or liabilities which have been incurred in its name without the expressed written approval and authority of the Council.

CLAUSE 21 SECRETARIAT

1. The Society shall establish a Secretariat in ISTIC to be headed by the Secretary General and assisted by a Chief Executive Officer and other salaried staff as the Council may from time to time deem necessary.

